

# **EXHIBIT B**

W.R. GRACE & CO., et al.  
CDN ZAI CLASS ACTION

U.S. FEE APPLICATION  
DATE:  
April 30, 2011  
OUR FILE NO: 05L121

**Scarfone Hawkins LLP**  
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**CANADIAN ZAI MONTHLY FEE APPLICATION**  
(April 1, 2011 – April 30, 2011)

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DATE	PROFESSIONAL SERVICE	LAWYER	RATE/HR	HOURS	AMOUNT
04 /01/11	brief review of motion record returnable April 8, 2011, emails to and from Orestes Pasparakis, discuss with Matt Moloci re: attendance on motion and necessity of filing materials	DT	\$525.00	1.00	\$525.00
04 /01/11	telephone to Orestes Pasparakis with Matt Moloci re: April 8th motion	DT	\$525.00	0.25	\$131.25
04 /01/11	receipt and review Karen Harvey email, certification, fee application, email to Karen Harvey	DT	\$525.00	0.35	\$183.75
04 /01/11	Emails form and to David Thompson and Orestes Pasparakis regarding motion seeking CCAA approval of confirmation order; review motion materials; conference with Thompson; teleconference with Thompson and Pasparakis regarding CCAA motion	MGM	\$450.00	1.20	\$540.00
04 /01/11	Emails from Karen Harvey with attached 12th Monthly Fee Application materials; review; emails from David Thompson to Harvey regarding application and certificate	MGM	\$450.00	0.10	\$45.00
04 /04/11	receipt Karen Harvey email re: 12th Monthly Application	DT	\$525.00	0.10	\$52.50
04 /04/11	receipt and review Grace Factum re: Recognition Motion returnable April 8, 2011	DT	\$525.00	0.75	\$393.75
04 /04/11	emails to and from Keith Ferbers, emails to and from Dan Hogan re: amendments to Trust Distribution Procedures (TDP's)	DT	\$525.00	0.25	\$131.25
04 /04/11	Emails from Karen Harvey with attached 12th Monthly Fee Application materials; review	MGM	\$450.00	0.10	\$45.00
04 /04/11	Email from David Thompson regarding CCAA motion and attendance; email reply to Thompson regarding attendance; further emails from and to Thompson	MGM	\$450.00	0.10	\$45.00
04 /04/11	Email from Keith Ferbers regarding upcoming CCAA motion for approval of confirmation order; review; email from David Thompson regarding Ferbers' email	MGM	\$450.00	0.10	\$45.00
04 /04/11	Email inquiry from possible class member Gary Carson requesting update; email to David Thompson forwarding Carson email	MGM	\$450.00	0.10	\$45.00

04 /04/11	Email from Adrienne Glen with attached Factum and Book of Authorities of Grace regarding CCAA motion seeking approval of confirmation order; emails from and to David Thompson	MGM	\$450.00	0.10	\$45.00
04 /05/11	receipt Adrienne Glenn email, memo to Lauren Mrowka, memo to Matt Moloci, etc., all re: factum and book of authorities for April 8th motion	DT	\$525.00	0.25	\$131.25
04 /05/11	receipt Orestes Pasparakis and Jacqueline Dais-Visca emails re: April 8th hearing, etc., receipt Matt Moloci memo re: additional argument	DT	\$525.00	0.25	\$131.25
04 /05/11	receipt Dan Hogan email, email to Dan Hogan re: TDP's, emails to and from Keith Ferbers re: TDP's	DT	\$525.00	0.35	\$183.75
04 /05/11	Review Grace motion materials; email to David Thompson regarding additional points to be argued by Representative Counsel; email reply from Thompson	MGM	\$450.00	0.30	\$135.00
04 /05/11	Emails from Orestes Pasparakis and Jacqueline Dais-Visca regarding Crown's position on CCAA motion; review	MGM	\$450.00	0.20	\$90.00
04 /05/11	Email report from David Thompson to Keith Ferbers regarding CCA motion; further email report to Dan Hogan forwarding email to Ferbers; email reply from Hogan with attached current PI Trust TDP; review; further email from Thompson to Ferbers forwarding TDP document; further email from Ferbers	MGM	\$450.00	0.30	\$135.00
04 /06/11	review of Grace's factum re: April 8th motion and consider factum of representative counsel, etc., prepare outline of possible items for representative counsel factum	DT	\$525.00	1.00	\$525.00
04 /06/11	receipt of and respond to class member inquiries	DT	\$525.00	0.25	\$131.25
04 /06/11	prepare rough preliminary draft of factum for April 8th hearing	DT	\$525.00	2.00	\$1,050.00
04 /06/11	various follow-ups memos to and from Cindy Yates re: April 8th hearing materials	DT	\$525.00	0.25	\$131.25
04 /06/11	receipt and review of Crown materials re: motion returnable April 8th, review affidavit, factum and authorities, etc.	DT	\$525.00	1.00	\$525.00
04 /06/11	further and additional work on drafting representative counsel factum for April 8th hearing, etc.	DT	\$525.00	0.50	\$262.50
04 /06/11	Email from Julie Tomaselli of Crown with attached motion materials for CCAA hearing; review; email from David Thompson regarding Crown materials; conference with Thompson regarding preparation of Representative Counsel factum for CCAA motion	MGM	\$450.00	0.40	\$180.00
04 /07/11	follow-up memo re: draft factum, etc.	DT	\$525.00	0.25	\$131.25
04 /07/11	amend and revise draft factum, memo to Matt Moloci, memo to file, follow-up re: service and filing of factum	DT	\$525.00	0.75	\$393.75
04 /07/11	memos to and from Lauren Mrowka, amend draft factum, follow-up to have served and filed	DT	\$525.00	0.25	\$131.25
04 /07/11	emails to and from Orestes Pasparakis with respect to Grace's motion scheduled for April 8th	DT	\$525.00	0.10	\$52.50
04 /07/11	receipt of and respond to class member inquiries	DT	\$525.00	0.25	\$131.25
04 /07/11	receipt Keith Ferbers' email, review and consider Ferbers' factum, etc., memo to file	DT	\$525.00	0.35	\$183.75
04 /07/11	review all motion materials and briefs to prepare for court hearing before Mr. Justice Morawetz	DT	\$525.00	2.00	\$1,050.00

04 /07/11	Email from David Thompson with attached draft factum of Representative Counsel for CCAA motion; review; emails to and from Thompson regarding proposed revisions to draft factum; conference with Thompson; email from Thompson to parties serving Representative Counsel's factum; emails from Jacqueline Dais-Visca, Keith Ferbers and Orestes Pasparakis regarding motion and materials served	MGM	\$450.00	0.40	\$180.00
04 /07/11	Email from Keith Ferbers with attached Factum of Thundersky for CCAA motion; review	MGM	\$450.00	0.20	\$90.00
04 /07/11	Review all motion materials in preparation for CCAA motion and hearing regarding approval of confirmation order	MGM	\$450.00	1.20	\$540.00
04 /08/11	travel to Toronto (6:30 a.m. - 8:30 a.m.)	DT	\$262.50	2.00	\$525.00
04 /08/11	chat and review with Matt Moloci, prepare for motion before Morawetz, J., (8:30 a.m. - 9:30 a.m.)	DT	\$525.00	1.00	\$525.00
04 /08/11	attendance at motion before Morawetz J., (10:00 a.m. - 12:30 p.m.)	DT	\$525.00	2.50	\$1,312.50
04 /08/11	return travel to office	DT	\$262.50	1.00	\$262.50
04 /08/11	emails to and from Keith Ferbers and receipt issued and entered order of Morawetz, J.	DT	\$525.00	0.25	\$131.25
04 /08/11	receipt endorsement of Morawetz, J., prepare type written version , letter to Michel Belanger and Careen Hannouche reporting on the motion, memo to Matt Moloci, etc.	DT	\$525.00	0.35	\$183.75
04 /08/11	Travel Oakville to Toronto (7:30 – 9:00); return travel Toronto to Oakville (13:30 to 14:00)	MGM	\$225.00	2.00	\$450.00
04 /08/11	Conferences with Counsel, Derek Tay, Orestes Pasparakis, Jacqueline Dais-Visca and David Thompson; attend hearing of Grace motion seeking CCAA recognition of U.S. Confirmation (9:45 – 12:30); receive emails between David Thompson and Keith Ferbers inquiring and reporting regarding the hearing; email from Adrienne Glen with attached issued and entered order of Justice Morawetz; email from Adrienne Glen with attached facsimile of endorsement of Justice Morawetz; review endorsement	MGM	\$450.00	2.80	\$1,260.00
04 /11/11	receipt Careen Hannouche email with respect to Order and Endorsement of Morawetz, J.	DT	\$525.00	0.10	\$52.50
04 /11/11	Email report from David Thompson to Keith Ferbers regarding hearing of Grace motion seeking CCAA recognition of U.S. Confirmation Order; review	MGM	\$450.00	0.10	\$45.00
04 /11/11	Email from David Thompson with attached typed transcription of Justice Morawetz's handwritten endorsement on Grace's motion seeking recognition; review	MGM	\$450.00	0.20	\$90.00
04 /11/11	Email from Dan Hogan with attached draft motion materials seeking US approval of Collectiva as claims administrator; review	MGM	\$450.00	0.20	\$90.00
04 /12/11	receipt and review draft motion materials for appointment of Collectiva as Claims Administrator, etc., email to Dan Hogan providing input and comments, etc.	DT	\$525.00	1.00	\$525.00
04 /12/11	receipt Careen Hannouche email and Dan Hogan response re: motion	DT	\$525.00	0.10	\$52.50
04 /12/11	Email from David Thompson to Dan Hogan with comments regarding draft U.S. motion seeking appointment of Collectiva as claims administrator; review comments; email reply from Hogan; further emails from Thompson and Hogan; further email from Hogan with attached revised draft motion materials seeking appointment of Collectiva; review	MGM	\$450.00	0.40	\$180.00

04 /12/11	Email from David Thompson to Dan Hogan with attached order of Justice Morawetz regarding CCAA motion	MGM	\$450.00	0.10	\$45.00
04 /13/11	receipt Karen Harvey email and revised motion record, etc., letter to Dan Hogan with respect to motion to have Collectiva appointed as Claims Administrator	DT	\$525.00	0.35	\$183.75
04 /13/11	Email from Cindy Yates regarding receipt of payment from Grace, reconciliation and application	MGM	\$450.00	0.10	\$45.00
04 /13/11	Email from David Thompson to Dan Hogan regarding further revisions to motion materials seeking appointment of Collectiva	MGM	\$450.00	0.10	\$45.00
04 /14/11	receipt of and respond to class member inquiries	DT	\$525.00	0.25	\$131.25
04 /14/11	receipt Karen Harvey email and amended motion, review same and email to Dan Hogan and Karen Harvey	DT	\$525.00	0.25	\$131.25
04 /14/11	Email from Dan Hogan with attached further revised motion materials seeking appointment of Collectiva as claims administrator; review; further emails from David, Thompson, Dan Hogan, Karen Harvey and Careen Hannouche regarding draft motion materials	MGM	\$450.00	0.20	\$90.00
04 /15/11	receipt Karen Harvey email, review redline version of motion, email to Karen Harvey	DT	\$525.00	0.25	\$131.25
04 /15/11	receipt Careen Hannouche email re: Dan Hogan invoice and payment	DT	\$525.00	0.10	\$52.50
04 /15/11	Emails from and to David Thompson, Careen Hannouche and Karen Harvey regarding final draft of motion materials seeking appointment of Collectiva	MGM	\$450.00	0.10	\$45.00
04 /18/11	receipt of and respond to various class member inquiries	DT	\$525.00	0.25	\$131.25
04 /19/11	receipt Careen Hannouche letter, memo to CY, receipt of and respond to class member inquiries re: status of settlement	DT	\$525.00	0.25	\$131.25
04 /20/11	receipt and review of motion record re: appointment of Collectiva as Claims Administrator	DT	\$525.00	0.50	\$262.50
04 /25/11	review motion record from Dan Hogan re: appointment of Collectiva as Claims Administrator, letter to Michel Belanger and Careen Hannouche re: Claims Administration	DT	\$525.00	1.00	\$525.00
04 /25/11	receipt Karen Harvey email re: wire transfer of monies	DT	\$525.00	0.10	\$52.50
04 /25/11	Email from Karen Harvey regarding wire transfer of payment of 11th Monthly Fee Applications	MGM	\$450.00	0.10	\$45.00
04 /26/11	Email from David Thompson to Michel Belanger and Careen Hannouche in follow-up to motion seeking appointment of Collectiva as claims administrator and proposed meeting for development of the claims administration process; email reply from Belanger	MGM	\$450.00	0.20	\$90.00
04 /27/11	emails to and from Careen Hannouche regarding fee application and wire transfer of funds from Grace	DT	\$525.00	0.10	\$52.50
04 /27/11	receipt MGM memo and follow-up email to M. Belanger re: meeting with Collectiva (Claims Administrator)	DT	\$525.00	0.10	\$52.50
04 /27/11	Email from Careen Hannouche confirming receipt of wire transfer in distributive payment of fee application	MGM	\$450.00	0.10	\$45.00
04 /27/11	Email reply to David Thompson regarding proposed meeting at Lauzon, Belanger in Montreal for further review and development of claims administration process	MGM	\$450.00	0.10	\$45.00

04 /29/11	review dockets for period April 1, 2011 to April 30, 2011, amend dockets, review disbursements, discuss with David Thompson, draft account, review with David Thompson and Matt Moloci, assemble account into form required by U.S. Bankruptcy Court, email to Karen Harvey enclosing monthly fee application for the period April 1, 2011 to April 30, 2011	LC	\$120.00	5.00	\$600.00
04 /30/11	receipt of and respond to various class member inquiries	DT	\$525.00	0.25	\$131.25
<b>SUB-TOTAL</b>				<b>41.15</b>	<b>\$17,471.25</b>

TIMEKEEPER	ID	HOURS	RATE	TOTAL	PLUS 13% H.S.T
DAVID THOMPSON	DT	3.00	\$262.50	\$787.50	\$102.37
DAVID THOMPSON	DT	21.55	\$525.00	\$11,313.75	\$1,470.79
MATTHEW G. MOLOCI	MGM	2.00	\$225.00	\$450.00	\$58.50
MATTHEW G. MOLOCI	MGM	9.60	\$450.00	\$4,320.00	\$561.60
LAW CLERK Cindy Yates 25 years	CY	5.00	\$120.00	\$600.00	\$78.00
<b>SUB-TOTAL:</b>		<b>41.15</b>		<b>\$17,471.25</b>	<b>\$2,271.26</b>
<b>TOTAL FEES AND TAXES:</b>	<b>\$19,742.51</b>				

**DISBURSEMENTS SUMMARY**

DATE	DISBURSEMENT	GST EXEMPT	GST NON-EXEMPT	PLUS 13% H.S.T.	TOTAL
04/04/2011	Photocopy – Grace’s Motion Record returnable for April 8, 2011 – 1045 pages x .10 cents		\$104.50		
04/04/2011	Tabs /Binding Costs – Grace’s Motion Record returnable for April 8, 2011		\$7.00		
04/04/2011	Photocopy – Grace’s Factum and Brief of Authorities with respect to Motion Record returnable for April 8, 2011 – 135 pages x .10 cents		\$13.50		
04/04/2011	Tab/Binding Costs – Grace’s Factum and Brief of Authorities with respect to Motion Record returnable for April 8, 2011		2.00		
04/04/2011	David Thompson/Matt Moloci – Travel Expense – Lunch at Sharkey’s Grill – Grace’s motion returnable April 8, 2011 in Toronto		\$53.98		
<b>TOTAL DISBURSEMENTS:</b>			<b>\$180.98</b>	<b>\$23.53</b>	<b>\$204.51</b>

<b>TOTAL FEES AND APPLICABLE TAXES:</b>	<b>\$19,947.02</b>
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THIS IS OUR FEE APPLICATION,  
Per:

**SCARFONE HAWKINS LLP**  
E. & O.E.

**\*Del. Bankr. LR 2016-2(e)(iii) allows for  
\$.10 per page for photocopies.**

**\*\* HST of 13% came into effect July 1, 2010  
replacing GST of 5%**